



Newlox Gold Ventures Corp.

Newlox Gold Closes a Second Tranche of Non-brokered Financing for Gross Proceeds of \$1.1 Million

Vancouver, BC, 22 December 2023 – Newlox Gold Ventures Corp. (“Newlox” or the “Company”) (CSE: [LUX](#) | Frankfurt/Stuttgart: [NGO](#) | PINK: [NWLXF](#)) announces that it has closed a second tranche of a previously announced unsecured non-brokered Convertible Debenture Financing (the “Offering”) for gross proceeds of \$367,500. The total gross proceeds for both tranches are \$1,152,500. The Company expects to close a third and final tranche in mid-January 2024.

The debentures’ principal amount will become due in two years from the closing date and will carry an interest rate of 10% per annum, with interest payable semi-annually. Principle and any accrued interest are convertible at the option of the investor at a conversion price of \$0.15 per common share (the “Conversion Price”) from the closing date until the day before maturity. On maturity, the Company will have the option to pay the principal and any accrued interest in cash or shares at the Conversion Price.

As part of the Offering, the Company issued 2,450,000 Warrants. Each Warrant entitles the holder to purchase one common share of the Company at an exercise price of \$0.25 for two years from the closing of the Offering.

A finder’s fee of \$12,720 and 84,800 Broker Warrants were issued at an exercise price of \$0.25 per common share for a period of two years from the closing date of the Offering.

All securities are issued pursuant to the Offering will be subject to a 4-month hold period under applicable securities laws in Canada.

Newlox will use proceeds from the Private Placement to support operations, expansion and grow productivity.

About Newlox Gold Ventures Corp.

Newlox has identified a niche within the extractive industry where a clean-technology company can apply innovative processing techniques to not only recover precious metals but also affect positive change in the environmental and social landscape in its targeted jurisdictions of operations.

Forward-Looking Information

The information in this news release includes certain information and statements about management’s view of future events, expectations, plans and prospects that constitute forward-looking information. Forward-looking information includes, but is not limited to, the completion of the work programs currently underway and the results of these programs. These statements are based upon assumptions that are subject to significant risks and uncertainties. Because of these risks and uncertainties and as a result of a variety of factors, the actual results, achievements, or performance may vary materially from those anticipated and indicated by these forward-looking statements. The material risk factors that could cause actual results to differ include the risk that work undertaken by the Company may have unintended effects, the risk of delays in completing work, and the risk that the Company may not be able to raise sufficient funds and Force



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Majeure. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, it can give no assurances that the expectations of any forward-looking information will prove to be correct. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking information to reflect actual results, whether as a result of new information, future events, changes in assumptions, changes in factors affecting such forward-looking statements or otherwise. Neither Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accept responsibility for the adequacy or accuracy of this release).

Technical Disclaimer

The Company advises it is not basing any decision to produce on a feasibility study of reserves demonstrating the economic and technical viability of the project and also advises there is increased uncertainty and specific economic and technical risks of failure associated with any production decision. Grab sample results included in any press release are not necessarily indicative of the mineralization in general for the deposit. James Turner, P.Geo., a “Qualified Person” within the meaning of National Instrument 43-101, has prepared, supervised the preparation of, and approved the contents of this News Release.

On Behalf of the Board, Newlox Gold Ventures Corp.

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